

Oct 22 3 30 PM '04

City, State: E OLIVE BRANCH, MS
Address: 7150 HACKS CROSS RD
L/C: 023-0249
File # 41454

105 PG 498
CH. CLK.

Prepared by: Bruce A. Neumann
After recording, return to: Doris Murray-Norris
McDONALD'S CORPORATION
One McDonald's Plaza
Oak Brook, Illinois 60523

PARTIAL RELEASE OF ASSIGNMENT OF MASTER LEASE AND RENTS

THIS PARTIAL RELEASE OF ASSIGNMENT OF MASTER LEASE AND RENTS ("Release") dated June 30, 2004 is between **SYSTEM CAPITAL REAL PROPERTY CORPORATION**, a Delaware corporation ("Landlord"), **JP MORGAN CHASE BANK f/k/a Chase Bank of Texas National Association**, as Securities Intermediary ("Securities Intermediary"), and **GOLDEN FUNDING CORPORATION** ("Assignee").

Landlord, Securities Intermediary, and Assignee voluntarily and mutually terminate, cancel and rescind the Assignment of Master Lease and Rents, dated February 1, 1997, recorded as/on Book 91 at Page 080 ("Assignment") as it affects the property specifically described on Exhibit A, attached ("Site").

Landlord, Securities Intermediary, and Assignee, each release the others from all claims, demands, debts, causes of action, of whatever kind and nature, which have or could in the future arise due to the performance of their respective obligations under the Assignment with respect to the Site to the date of recording this document.

The parties execute this Release for the purpose of voiding the Assignment specifically for the Site and for no other purpose, except that specifically described.

To indicate their consent to this Release, the parties, or their authorized representatives or employees have signed this document.

SYSTEM CAPITAL REAL PROPERTY CORPORATION

By: *Nancy Warmoth*
Nancy Warmoth, Treasurer

ATTEST:

Jeffery W. Kane
Jeffery W. Kane, Asst. Secretary

WITNESSES:

Doris Murray-Norris
Doris Murray-Norris

Bruce A. Neumann
Bruce A. Neumann

JP MORGAN CHASE BANK

f/k/a Chase Bank of Texas National Association, as Securities Intermediary

By: *Norma Galarza*
Norma Galarza, Vice President

ATTEST:

Terry Stewart
Terry Stewart, Vice President

WITNESSES:

Rosilyn Edmond
Rosilyn Edmond

Lilla Garlin
Lilla Garlin

GOLDEN FUNDING CORPORATION

By: *Nancy Warmoth*
Nancy Warmoth, Treasurer

ATTEST:

Jeffery W. Kane
Jeffery W. Kane, Asst. Secretary

WITNESSES:

Lois A. Lane-Kornbrot
Lois A. Lane-Kornbrot

WITNESSES:

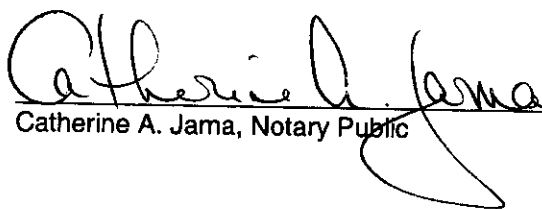
Doris Murray-Norris
Doris Murray-Norris

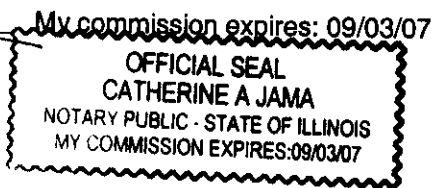
ACKNOWLEDGMENT - SYSTEM CAPITAL REAL PROPERTY

STATE OF ILLINOIS)
)
COUNTY OF DUPAGE) SS:

I, Catherine A. Jama, a Notary Public in and for the county and state aforesaid, DO HEREBY CERTIFY that Nancy Warmoth, Treasurer and Jeffrey W. Kane, Assistant Secretary, of System Capital Real Property Corporation, a Delaware corporation, who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such Treasurer and Assistant Secretary appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as their free and voluntary act as such Treasurer and Assistant Secretary, respectively, and as the free and voluntary act of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal, this 30th day of June, 2004.


Catherine A. Jama, Notary Public

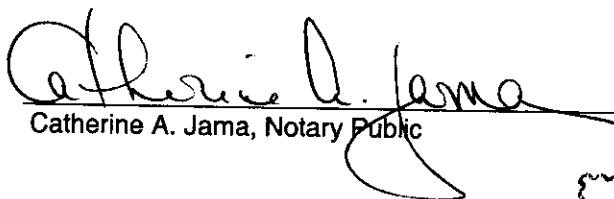


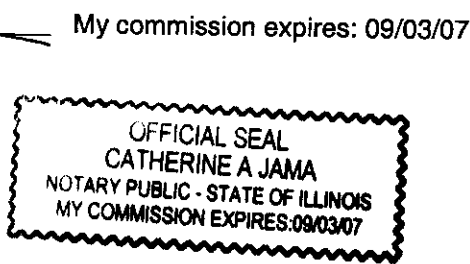
ACKNOWLEDGMENT - GOLDEN FUNDING CORPORATION

STATE OF ILLINOIS)
)
COUNTY OF DUPAGE) SS:

I, Catherine A. Jama, a Notary Public in and for the county and state aforesaid, DO HEREBY CERTIFY that Nancy Warmoth, Treasurer and Jeffrey W. Kane, Assistant Secretary, of Golden Funding Corporation, a Delaware corporation, who are personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such Treasurer and Assistant Secretary appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as their free and voluntary act as such Treasurer and Assistant Secretary, respectively, and as the free and voluntary act of said corporation for the uses and purposes therein set forth.

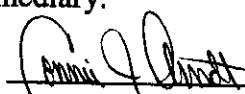
Given under my hand and notarial seal, this 30th day of June, 2004.


Catherine A. Jama, Notary Public



STATE OF TEXAS §
 §
 COUNTY OF HARRIS §

On this 30th day of June 2004, before me appeared Norma Galarza, Vice President, and Terry Stewart, Vice President to me personally known, who, being by me duly sworn (or affirmed), did say that they are the Vice Presidents of JPMorgan Chase and that said instrument was signed on behalf of said JPMorgan Chase Bank as Securities Intermediary, by authority of its board of directors, and said Norma Galarza, Vice President and Terry Stewart, Vice President acknowledged said instrument to be the free act and deed of JPMorgan Chase as Securities Intermediary.


 Notary Public: Connie J. Arndt

(SEAL)

Commission expires: 3/6/2007

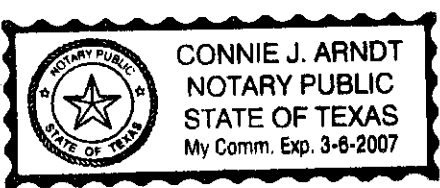


EXHIBIT "A"

Lot 1, Whispering Woods Commercial Subdivision, situated in Sections 25 and 26, Township 1 South, Range 8 West, in DeSoto County, Mississippi as shown on plat of record in Plat Book 76, Page 32, in the Office of the Chancery Clerk of DeSoto County, Mississippi, to which plat reference is made for a more particular description.

Together with a 50 foot ingress/egress easement as shown on plat in Plat Book 76, Page 32 in the Office of the Chancery Clerk of DeSoto County, Mississippi.

Together with a 30' Rear Access Easement described as follows:

LEGAL DESCRIPTION OF A 30 FOOT WIDE INGRESS EGRESS EASEMENT OF LAND LOCATED IN PART OF THE NORTHWEST, AND SOUTHWEST QUARTERS OF THE SOUTHWEST QUARTER OF SECTION 25, TOWNSHIP 1 SOUTH, RANGE 8 WEST, OLIVE BRANCH, DESOTO COUNTY, MISSISSIPPI, AND IS FURTHER DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER OF SECTION 25, TOWNSHIP 1 SOUTH, RANGE 8 WEST; THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST 1534.76 FEET TO A POINT IN HACKS CROSS ROAD; THENCE SOUTH 90 DEGREES 00 MINUTES 00 SECONDS EAST 22.83 FEET TO A POINT (CONCRETE RIGHT OF WAY MONUMENT FOUND 2.71 FEET SOUTH OF CORNER); THENCE AROUND A CURVE TO THE RIGHT HAVING A RADIUS OF 2524.78 FEET, DELTA ANGLE OF 00 DEGREES 30 MINUTES 29 SECONDS, CHORD BEARING SOUTH 07 DEGREES 28 MINUTES 57 SECONDS WEST, CHORD DISTANCE 25.94 FEET, AND A LENGTH OF 25.94 FEET TO A 1/2" REBAR SET ON THE EAST RIGHT OF WAY LINE OF HACKS CROSS ROAD; THENCE AROUND A CURVE TO THE RIGHT HAVING A RADIUS OF 2924.78 FEET, DELTA ANGLE OF 01 DEGREES 48 MINUTES 08 SECONDS, CHORD BEARING SOUTH 08 DEGREES 38 MINUTES 15 SECONDS WEST, CHORD DISTANCE 91.97 FEET, AND A LENGTH OF 91.97 FEET TO A CONCRETE RIGHT OF WAY MONUMENT FOUND ON SAID EAST RIGHT OF WAY LINE; THENCE SOUTH 09 DEGREES 32 MINUTES 18 SECONDS WEST 165.48 FEET TO A 1/2" REBAR SET; THENCE SOUTH 80 DEGREES 27 MINUTES 42 SECONDS EAST 63.31 FEET TO A 1/2" REBAR SET; THENCE SOUTH 88 DEGREES 19 MINUTES 00 SECONDS EAST 136.12 FEET TO A 1/2" REBAR SET, ALSO BEING THE TRUE POINT OF BEGINNING FOR THE HEREIN DESCRIBED EASEMENT; THENCE NORTH 00 DEGREES 41 MINUTES 00 SECONDS EAST 536.93 FEET TO A POINT; THENCE NORTH 88 DEGREES 32 MINUTES 29 SECONDS EAST 86.87 FEET TO A POINT; THENCE NORTH 00 DEGREES 00 MINUTES 02 SECONDS EAST 37.29 FEET TO A POINT ON SOUTH LINE OF A 40' WIDE INGRESS EGRESS EASEMENT AS PER TRACT 1 DEED BOOK 375, PAGE 628; THENCE ALONG SAID LINE NORTH 88 DEGREES 39 MINUTES 39 SECONDS EAST 30.05 FEET TO A POINT ON SAID LINE; THENCE SOUTH 00 DEGREES 00 MINUTES 02 SECONDS WEST 37.44 FEET TO A POINT; THENCE SOUTH 88 DEGREES 32 MINUTES 29 SECONDS WEST 86.21 FEET TO A POINT; THENCE SOUTH 00 DEGREES 41 MINUTES 00 SECONDS WEST 536.87 FEET TO A POINT; THENCE NORTH 88 DEGREES 19 MINUTES 00 SECONDS WEST 30.00 FEET TO A POINT; THENCE NORTH 00 DEGREES 41 MINUTES 00 SECONDS EAST 30.00 FEET TO A POINT OF BEGINNING.

As shown on the survey of Russell & Company dated September 27, 2001.